

DONALD W. FITZGERALD, State Bar No. 095348  
 THOMAS A WILLOUGHBY, State Bar No. 137597  
 JENNIFER E. NIEMANN, State Bar No. 142151  
 FELDERSTEIN FITZGERALD  
 WILLOUGHBY & PASCUZZI LLP  
 400 Capitol Mall, Suite 1450  
 Sacramento, CA 95814  
 Telephone: (916) 329-7400  
 Facsimile: (916) 329-7435  
 dfitzgerald@ffwplaw.com  
 twilloughby@ffwplaw.com  
 jniemann@ffwplaw.com

Proposed Attorneys for Zacky Farms, LLC

UNITED STATES BANKRUPTCY COURT

EASTERN DISTRICT OF CALIFORNIA

SACRAMENTO DIVISION

In re:

CASE NO. 12-37961-B-11

ZACKY FARMS, LLC, a  
 California limited liability  
 company,

Debtor-In-Possession.

**LIST OF EQUITY SECURITY HOLDERS**

The following is the list of the equity security holders of the debtor, including the last known address and number and kind of interests registered in the name of each holder.

Registered name of equity security holder and last known address or place of business	Type of interest registered and number of shares of Common Stock or other interest registered
Robert D. Zacky and Lillian D. Zacky Trust U/D/T Dated July 26, 1988 1010 Moraga Drive Los Angeles CA 90049	50% Membership Interest
Richard N. Zacky Irrevocable Trust dated 11/25/07 c/o Richard Zacky, Trustee 11266 N. Knotting Hill Dr Fresno CA 93730	16.605833% Membership Interest
Barbara Jean Zacky Irrevocable Trust dated 12/30/06 c/o Richard Zacky, Trustee 11266 N. Knotting Hill Dr Fresno CA 93730	16.605833% Membership Interest

Registered name of equity security holder and last known address or place of business	Type of interest registered and number of shares of Common Stock or other interest registered
Sharon Zacky Wilensky Irrevocable Trust dated 11/26/07 c/o Patrick McManemin Patton Boggs, LLP 2000 McKinney Ave Suite 1700 Dallas, Texas 75201	16.605833% Membership Interest
Trust A of the Albert and Beverly Zacky Trust c/o Richard Zacky, Trustee 11266 N. Knotting Hill Dr Fresno CA 93730	.06% Membership Interest
Trust B of the Albert and Beverly Zacky Trust c/o Richard Zacky, Trustee 11266 N. Knotting Hill Dr Fresno CA 93730	.1225% Membership Interest
<b>Total</b>	<b>100%</b>

*(The penalty for making a false statement or concealing property is a fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. secs. 152 and 3571.)*

#### DECLARATION

I, Keith F. Cooper, the Chief Restructuring Office of Zacky Farms, LLC, the debtor herein, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders, consisting of 2 pages (including this declaration), and that it is true and correct to the best of my information and belief.

Dated: November 6, 2012

  
Keith F. Cooper